

LIDDELL, SAPP, ZIVLEY & LABOON

ATTORNEYS

TEXAS COMMERCE TOWER  
HOUSTON, TEXAS 77002

(713) 226-1200

TELEX 76-2616

TELECOPIER (713) 223-3717

DALLAS OFFICE

1500 SAN JACINTO TOWER

DALLAS, TEXAS 75201

(214) 880-0100

TELECOPIER (214) 880-0025

AUSTIN OFFICE  
702 COLORADO STREET  
SUITE 630  
AUSTIN, TEXAS 78701  
(512) 474-8484  
TELECOPIER (512) 474-5830

October 18, 1985

14814

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INTERSTATE COMMERCE COMMISSION

*Documents listed  
here are under Special  
Recording Numbers*

The Secretary  
Interstate Commerce Commission  
12 Constitutional Avenue, N.W.  
Washington, D.C. 20423

Attention: Ms. Mildred Lee, Room 2303

Re: Documents for recording

Dear Ms. Lee:

I have enclosed an original and one copy of each of the 15 Bills of Sale and two originals of each of the Security Agreements described below to be recorded pursuant to §11303 of Title 49 of the US code. The documents (fifteen (15) Bills of Sale and three (3) Security Agreements) pursuant to the above reference section are Primary Documents.

The fifteen (15) Bills of Sale are as follows:

1. Bill of Sale covering Tank Car No. GLNX 3535:

Seller:

R.S. Bramlett & Co.  
16 Shadow Lawn  
Houston, Texas 77005

Buyer:

Houston J-M Corporation  
2323 Augusta Drive, #37  
Houston, Texas 77057

2. Bill of Sale covering Tank Car No. GLNX 3535:

Seller:

Houston J-M Corporation  
2323 Augusta Drive, #37  
Houston, Texas 77057

Buyer:

J. C. Graves  
2323 Augusta Drive, #37  
Houston, Texas 77057

3. Bill of Sale covering Tank Car Nos. GLNX 23002  
and GLNX 23003:

Seller:

Forrest R. Qualls  
13418 Holston Hills Drive  
Houston, Texas 77069

Buyer:

GLNX Corporation  
1300 Post Oak Boulevard, Suite 960  
Houston, Texas 77056

4. Bill of Sale involving Tank Car Nos. GLNX 23002  
and GLNX 23003:

Seller:

GLNX Corporation  
1300 Post Oak Boulevard, Suite 960  
Houston, Texas 77056

Buyer:

James C. Graves  
2323 Augusta Drive, #37  
Houston, Texas 77057

5. Bill of Sale concerning Tank Cars Nos. GLNX 83025, GLNX 830027, GLNX 830028

Seller:

Ritter & Cook  
1090 American Plaza  
300 West Fifth Street  
Austin, Texas 78701-3198

Buyer:

Houston J-M Corporation  
2323 Augusta Drive, #37  
Houston, Texas 77057

6. Bill of Sale covering Tank Car Nos. GLNX 83025 and GLNX 8028:

Seller:

Houston J-M Corporation  
2323 Augusta Drive. #37  
Houston, Texas 77057

Buyer:

J. C. Graves  
2323 Augusta, #37  
Houston, Texas 77057

7. Bill of Sale concerning Tank Car No. GLNX 83027:

Seller:

Houston J-M Corporation  
2323 Augusta Drive, #37  
Houston, Texas 77057

Buyer:

Terence J. Raymond  
17207 Windypine Drive  
Spring, Texas 77373

8. Bill of Sale concerning Tank Car No. GLNX 3574:

Seller:

Houston J-M Corporation  
2323 Augusta Drive, #37  
Houston, Texas 77057

(4)

Buyer:

J.C. Graves  
2323 Augusta Drive, #37  
Houston, Texas 7757

9. Bill of Sale covering Tank Car Nos. GLNX 23250,  
GLNX 23251, GLNX 23252:

Seller:

Interfirst Bank of Odessa, N.A.  
P. O. Box 4798  
Odessa, Texas 79760

(9)

Buyer:

Houston J-M Corporation  
2323 Augusta Drive, #37  
Houston, Texas 77057

11. Bill of Sale covering Tank Car No. GLNX 23250:

Seller:

Houston J-M Corporation  
2323 Augusta Drive, #37  
Houston, Texas 77057

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Buyer:

J. C. Graves  
2323 Augusta Drive, #37  
Houston, Texas 77057

12. Bill of Sale covering Tank Car No. GLNX 23251:

Seller:

Houston J-M Corporation  
2323 Augusta Drive #37  
Houston, Texas 77057

Buyer:

Bob E Atnip  
9519 Arcade  
Spring, Texas 77379

13. Bill of Sale covering Tank Car No. GLNX 23252:

Seller:

Houston J-M Corporation  
2323 Augusta Drive, #37  
Houston, Texas 77057

Buyer:

Terence J. Raymond  
17207 Windypine Drive  
Spring, Texas 77379

14. Bill of Sale covering Tank Car No. GLNX 3561:

Seller:

Houston J-M Corporation  
2323 Augusta Drive, #37  
Houston, Texas 77057

Borrower:

Bob E. Atnip  
9519 Arcade  
Spring, Texas 77379

15. Bill of Sale concerning Tank Car No. TCSX 252-  
GLNX 34158:

Seller:

Houston J-M Corporation  
2323 Augusta Drive, #37  
Houston, Texas 77057

Buyer:

Terry (Terence) J. Raymond  
17207 Windypine Drive  
Spring, Texas 77379

Also presented for recordation as Primary Documents  
are the following Security Agreements - Assignment of Equipment:

1. Security Agreement- Assignment of Equipment  
covering seven (7) 23,500 gallon nominal capacity Tank Cars,  
more particularly described as DOT111A100W3 Roller Bearing Trucks  
bearing the following numbers:

GLNX 23002, GLNX 23003, GLNX 23250, GLNX 83025,  
GLNX 83028, GLNX 3535 and GLNX 3574.

The parties thereto are as follows:

DEBTOR:

James C. Graves  
2323 Augusta Drive, #37  
Houston, Texas 77057

SECURED PARTY:

Texas Commerce Bank-Inwood, National Association  
6510 West New York Road  
Houston, Texas 77238

2. Security Agreement-Equipment covering two (2)  
23,500 gallon nominal capacity tank cars, more particularly  
described as DOT 111A100W3, roller bearing trucks bearing numbers

GLNX 23252 and GLNX 83027 and covering one (1) 33,000 gallon nominal capacity tank cars or more particularly described as type DOT112J340W Roller Bearing Truck bearing number GLNX 34158. The parties thereto covering are as follows:

DEBTOR:

Terence J. Raymond  
17207 Windypine Drive  
Spring, Texas 77379

SECURITY PARTY:

TEXAS COMMERCE BANK-INWOOD, National Association  
6510 Little York Road  
Houston, Texas 77238

3. Security Agreement-Equipment covering two (2) 23,500 gallon nominal capacity Tank Car, more particularly described as type DOT111A 100W3, roller bearing trucks bearing the numbers GLNX 23251 and GLNX 3561

The parties thereto are as follows:

DEBTOR:

Bob E. Atnip  
9519 Arcade  
Spring, Texas 77379

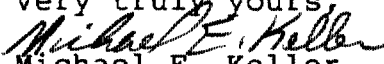
SECURED PARTY:

Texas Commece Bank-Inwood National Association  
6510 West Little York  
Houstong, Texas 77238

A fee of One Hundred and Eighty Dollars (\$180.00) which represents \$10.00 per document, is enclosed. Please return the original and any extra copies not needed by the

The Secretary  
October 18, 1985  
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Commission for recordation to Liddell, Sapp, Zivley and LaBoon,  
3400 Texas Commerce Tower, Houston, Texas 77002. Attention:  
Michael E. Keller.

Very truly yours,  
  
Michael E. Keller  
For the Firm

Enclosure

cc: Mr. C. David Martin  
Texas Commerce Bank-Inwood National Association  
6510 West Little York Road  
Houston, Texas 77238  
(w/o enclosures)

MEK:Secretary



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REGISTRATION NO. \_\_\_\_\_ Filed 1425  
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**COPY**

BILL OF SALE

INTERSTATE COMMERCE COMMISSION

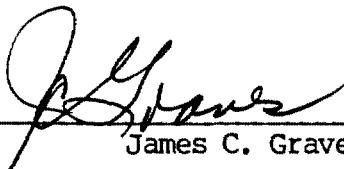
THIS AGREEMENT dated this 28th day of March 1985 is by and between Houston J-M Corporation, a corporation organized and existing under the laws of the State of Texas (hereinafter called "Seller"), and Terry J. Raymond (hereinafter called "Buyer").

In consideration of \$10.00 in hand paid and other good and valuable consideration, the receipt of all of which is hereby acknowledged, Seller does hereby sell and convey to Buyer the railroad cars described below.

<u>Quantity</u>	<u>Type</u>	<u>Car Number</u>
1	34,000 Gallon Nominal Capacity DOT 112J340W Used Tank Cars	TCSX 252-GLNX 34158 -

Seller hereby warrants that it has title to the described property and that the described property is free from all items and encumbrances, and Seller further agrees to forever warrant and defend the title to the described property unto Buyer, its successors and assigns, against all lawful claims.


HOUSTON J-M CORPORATION

BY   
James C. Graves

THE STATE OF TEXAS

BEFORE ME, the undersigned, a Notary Public in and for said State, on this day personally appeared James C. Graves known to me to be the person whose name is subscribed for the foregoing instrument.

GIVEN UNDER MY HAND AND SEAL OF OFFICE this 28th day of March 1985.

 2/11/89  
Notary Public in and for  
STATE OF TEXAS

(SEAL)